

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

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**Caption in Compliance with D.N.J. LBR 9004-1(b)****KIRKLAND & ELLIS LLP****KIRKLAND & ELLIS INTERNATIONAL LLP**Joshua A. Sussberg, P.C. (*pro hac vice* pending)Emily E. Geier, P.C. (*pro hac vice* pending)Derek I. Hunter (*pro hac vice* pending)

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*Proposed Co-Counsel for Debtors and Debtors in Possession***Order Filed on April 24, 2023****by Clerk****U.S. Bankruptcy Court****District of New Jersey**

In re:

Bed Bath &amp; Beyond Inc.,

Debtor.<sup>1</sup>

Tax I.D. No. 11-2250488

Chapter 11

Case No. 23-13359 (VFP)

<sup>1</sup> The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these Chapter 11 Cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these Chapter 11 Cases is 650 Liberty Avenue, Union, New Jersey 07083.

<p>In re:</p> <p>Alamo Bed Bath &amp; Beyond Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3520408</p>	<p>Chapter 11</p> <p>Case No. 23-13360 (VFP)</p>
<p>In re:</p> <p>BBB Canada LP Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 26-1607777</p>	<p>Chapter 11</p> <p>Case No. 23-13361 (VFP)</p>
<p>In re:</p> <p>BBB Value Services Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 45-1775809</p>	<p>Chapter 11</p> <p>Case No. 23-13362 (VFP)</p>
<p>In re:</p> <p>BBBY Management Corporation,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3259534</p>	<p>Chapter 11</p> <p>Case No. 23-13363 (VFP)</p>
<p>In re:</p> <p>BBBYCF LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 81-0835533</p>	<p>Chapter 11</p> <p>Case No. 23-13364 (VFP)</p>
<p>In re:</p> <p>BBBYTF LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 81-1726838</p>	<p>Chapter 11</p> <p>Case No. 23-13365 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Annapolis, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3048488</p>	<p>Chapter 11</p> <p>Case No. 23-13366 (VFP)</p>

<p>In re:</p> <p>Bed Bath &amp; Beyond of Arundel Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3732626</p>	<p>Chapter 11</p> <p>Case No. 23-13367 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Baton Rouge Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3694076</p>	<p>Chapter 11</p> <p>Case No. 23-13368 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Birmingham Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3520327</p>	<p>Chapter 11</p> <p>Case No. 23-13369 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Bridgewater Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3665533</p>	<p>Chapter 11</p> <p>Case No. 23-13370 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of California Limited Liability Company,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3612362</p>	<p>Chapter 11</p> <p>Case No. 23-13371 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Davenport Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3694074</p>	<p>Chapter 11</p> <p>Case No. 23-13372 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of East Hanover Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3531176</p>	<p>Chapter 11</p> <p>Case No. 23-13373 (VFP)</p>

<p>In re:</p> <p>Bed Bath &amp; Beyond of Edgewater Inc., Debtor.</p> <p>Tax I.D. No. 22-3463618</p>	<p>Chapter 11</p> <p>Case No. 23-13374 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Falls Church, Inc., Debtor.</p> <p>Tax I.D. No. 22-3282908</p>	<p>Chapter 11</p> <p>Case No. 23-13375 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Fashion Center, Inc., Debtor.</p> <p>Tax I.D. No. 22-3207852</p>	<p>Chapter 11</p> <p>Case No. 23-13376 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Frederick, Inc., Debtor.</p> <p>Tax I.D. No. 22-3590889</p>	<p>Chapter 11</p> <p>Case No. 23-13377 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Gaithersburg Inc., Debtor.</p> <p>Tax I.D. No. 22-3366406</p>	<p>Chapter 11</p> <p>Case No. 23-13378 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Gallery Place L.L.C., Debtor.</p> <p>Tax I.D. No. 26-2188791</p>	<p>Chapter 11</p> <p>Case No. 23-13379 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Knoxville Inc., Debtor.</p> <p>Tax I.D. No. 22-3520403</p>	<p>Chapter 11</p> <p>Case No. 23-13380 (VFP)</p>

<p>In re:</p> <p>Bed Bath &amp; Beyond of Lexington Inc., Debtor.</p> <p>Tax I.D. No. 22-3590888</p>	<p>Chapter 11</p> <p>Case No. 23-13381 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Lincoln Park Inc., Debtor.</p> <p>Tax I.D. No. 22-3308893</p>	<p>Chapter 11</p> <p>Case No. 23-13382 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Louisville Inc., Debtor.</p> <p>Tax I.D. No. 22-3732624</p>	<p>Chapter 11</p> <p>Case No. 23-13383 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Mandeville Inc., Debtor.</p> <p>Tax I.D. No. 22-3665531</p>	<p>Chapter 11</p> <p>Case No. 23-13384 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Opry Inc., Debtor.</p> <p>Tax I.D. No. 22-3700264</p>	<p>Chapter 11</p> <p>Case No. 23-13385 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Overland Park Inc., Debtor.</p> <p>Tax I.D. No. 22-3366404</p>	<p>Chapter 11</p> <p>Case No. 23-13386 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Palm Desert Inc., Debtor.</p> <p>Tax I.D. No. 22-3320152</p>	<p>Chapter 11</p> <p>Case No. 23-13387 (VFP)</p>

<p>In re:</p> <p>Bed Bath &amp; Beyond of Paradise Valley Inc., Debtor.</p> <p>Tax I.D. No. 22-3386576</p>	<p>Chapter 11</p> <p>Case No. 23-13388 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Pittsford Inc., Debtor.</p> <p>Tax I.D. No. 22-3476881</p>	<p>Chapter 11</p> <p>Case No. 23-13389 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Portland Inc., Debtor.</p> <p>Tax I.D. No. 22-3518153</p>	<p>Chapter 11</p> <p>Case No. 23-13390 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Rockford Inc., Debtor.</p> <p>Tax I.D. No. 22-3451065</p>	<p>Chapter 11</p> <p>Case No. 23-13391 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Towson Inc., Debtor.</p> <p>Tax I.D. No. 22-3321854</p>	<p>Chapter 11</p> <p>Case No. 23-13392 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Virginia Beach Inc., Debtor.</p> <p>Tax I.D. No. 22-3452326</p>	<p>Chapter 11</p> <p>Case No. 23-13393 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Waldorf Inc., Debtor.</p> <p>Tax I.D. No. 22-3590890</p>	<p>Chapter 11</p> <p>Case No. 23-13394 (VFP)</p>

<p>In re:</p> <p>Bed Bath &amp; Beyond of Woodbridge Inc., Debtor.</p> <p>Tax I.D. No. 22-3531179</p>	<p>Chapter 11</p> <p>Case No. 23-13395 (VFP)</p>
<p>In re:</p> <p>bed 'n bath Stores Inc., Debtor.</p> <p>Tax I.D. No. 22-2732034</p>	<p>Chapter 11</p> <p>Case No. 23-13396 (VFP)</p>
<p>In re:</p> <p>Bed Bath &amp; Beyond of Manhattan, Inc., Debtor.</p> <p>Tax I.D. No. 22-3152956</p>	<p>Chapter 11</p> <p>Case No. 23-13397 (VFP)</p>
<p>In re:</p> <p>Buy Buy Baby of Rockville, Inc., Debtor.</p> <p>Tax I.D. No. 52-1966272</p>	<p>Chapter 11</p> <p>Case No. 23-13398 (VFP)</p>
<p>In re:</p> <p>Buy Buy Baby of Totowa, Inc., Debtor.</p> <p>Tax I.D. No. 26-2198098</p>	<p>Chapter 11</p> <p>Case No. 23-13399 (VFP)</p>
<p>In re:</p> <p>Buy Buy Baby, Inc., Debtor.</p> <p>Tax I.D. No. 52-1942010</p>	<p>Chapter 11</p> <p>Case No. 23-13400 (VFP)</p>
<p>In re:</p> <p>BWAO LLC, Debtor.</p> <p>Tax I.D. No. 45-5291562</p>	<p>Chapter 11</p> <p>Case No. 23-13401 (VFP)</p>

<p>In re:</p> <p>Chef C Holdings LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 81-5106069</p>	<p>Chapter 11</p> <p>Case No. 23-13402 (VFP)</p>
<p>In re:</p> <p>Decorist, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 46-1344917</p>	<p>Chapter 11</p> <p>Case No. 23-13403 (VFP)</p>
<p>In re:</p> <p>Deerbrook Bed Bath &amp; Beyond Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3590895</p>	<p>Chapter 11</p> <p>Case No. 23-13404 (VFP)</p>
<p>In re:</p> <p>Harmon of Brentwood, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3044214</p>	<p>Chapter 11</p> <p>Case No. 23-13405 (VFP)</p>
<p>In re:</p> <p>Harmon of Caldwell, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-2971648</p>	<p>Chapter 11</p> <p>Case No. 23-13406 (VFP)</p>
<p>In re:</p> <p>Harmon of Carlstadt, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 51-0459065</p>	<p>Chapter 11</p> <p>Case No. 23-13407 (VFP)</p>
<p>In re:</p> <p>Harmon of Franklin, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 30-0109738</p>	<p>Chapter 11</p> <p>Case No. 23-13408 (VFP)</p>

<p>In re:</p> <p>Harmon of Greenbrook II, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 30-0109743</p>	<p>Chapter 11</p> <p>Case No. 23-13409 (VFP)</p>
<p>In re:</p> <p>Harmon of Hackensack, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3124535</p>	<p>Chapter 11</p> <p>Case No. 23-13410 (VFP)</p>
<p>In re:</p> <p>Harmon of Hanover, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-2985485</p>	<p>Chapter 11</p> <p>Case No. 23-13411 (VFP)</p>
<p>In re:</p> <p>Harmon of Hartsdale, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 16-1622588</p>	<p>Chapter 11</p> <p>Case No. 23-13412 (VFP)</p>
<p>In re:</p> <p>Harmon of Manalapan, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-2717942</p>	<p>Chapter 11</p> <p>Case No. 23-13413 (VFP)</p>
<p>In re:</p> <p>Harmon of Massapequa, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3819949</p>	<p>Chapter 11</p> <p>Case No. 23-13414 (VFP)</p>
<p>In re:</p> <p>Harmon of Melville, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3785648</p>	<p>Chapter 11</p> <p>Case No. 23-13415 (VFP)</p>

<p>In re:</p> <p>Harmon of New Rochelle, Inc.</p> <p>Debtor.</p> <p>Tax I.D. No. 32-0114673</p>	<p>Chapter 11</p> <p>Case No. 23-13416 (VFP)</p>
<p>In re:</p> <p>Harmon of Newton, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 30-0119775</p>	<p>Chapter 11</p> <p>Case No. 23-13417 (VFP)</p>
<p>In re:</p> <p>Harmon of Old Bridge, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-2822762</p>	<p>Chapter 11</p> <p>Case No. 23-13418 (VFP)</p>
<p>In re:</p> <p>Harmon of Plainview, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 30-0244515</p>	<p>Chapter 11</p> <p>Case No. 23-13419 (VFP)</p>
<p>In re:</p> <p>Harmon of Raritan, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3785646</p>	<p>Chapter 11</p> <p>Case No. 23-13420 (VFP)</p>
<p>In re:</p> <p>Harmon of Rockaway, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-2822765</p>	<p>Chapter 11</p> <p>Case No. 23-13421 (VFP)</p>
<p>In re:</p> <p>Harmon of Shrewsbury, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3248849</p>	<p>Chapter 11</p> <p>Case No. 23-13422 (VFP)</p>

<p>In re:</p> <p>Harmon of Totowa, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3044269</p>	<p>Chapter 11</p> <p>Case No. 23-13423 (VFP)</p>
<p>In re:</p> <p>Harmon of Wayne, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-3044316</p>	<p>Chapter 11</p> <p>Case No. 23-13424 (VFP)</p>
<p>In re:</p> <p>Harmon of Westfield, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 20-0002851</p>	<p>Chapter 11</p> <p>Case No. 23-13425 (VFP)</p>
<p>In re:</p> <p>Harmon of Yonkers, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 56-6620371</p>	<p>Chapter 11</p> <p>Case No. 23-13426 (VFP)</p>
<p>In re:</p> <p>Harmon Stores, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 22-2036555</p>	<p>Chapter 11</p> <p>Case No. 23-13427 (VFP)</p>
<p>In re:</p> <p>Liberty Procurement Co. Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 52-2279383</p>	<p>Chapter 11</p> <p>Case No. 23-13428 (VFP)</p>
<p>In re:</p> <p>Of a Kind, Inc.,</p> <p>Debtor.</p> <p>Tax I.D. No. 27-2056492</p>	<p>Chapter 11</p> <p>Case No. 23-13429 (VFP)</p>

In re:  One Kings Lane LLC,  Debtor.  Tax I.D. No. 27-1434759	Chapter 11  Case No. 23-13430 (VFP)
In re:  San Antonio Bed Bath & Beyond Inc.,  Debtor.  Tax I.D. No. 22-3504701	Chapter 11  Case No. 23-13431 (VFP)
In re:  Springfield Buy Buy Baby, Inc.,  Debtor.  Tax I.D. No. 26-2198387	Chapter 11  Case No. 23-13432 (VFP)  (Jointly Administered)

**ORDER (I) DIRECTING JOINT ADMINISTRATION OF  
CHAPTER 11 CASES AND (II) GRANTING RELATED RELIEF**

The relief set forth on the following pages, numbered thirteen (13) through fifteen (15), is  
**ORDERED.**

**DATED: April 24, 2023**

  
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**Honorable Vincent F. Papalia**  
**United States Bankruptcy Judge**

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Debtors: BED BATH & BEYOND INC., *et al.*

Case No. 23-13359 (VFP)

Caption of Order: Order (I) Directing Joint Administration of Chapter 11 Cases and (II) Granting Related Relief

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Upon the *Debtors' Motion for Entry of an Order (I) Directing Joint Administration of Chapter 11 Cases and (II) Granting Related Relief* (the "Motion"),<sup>2</sup> of the above-captioned debtors and debtors in possession (collectively, the "Debtors"), for entry of an order (this "Order") (a) authorizing the Debtors to direct the joint administration of the Debtors' Chapter 11 Cases for procedural purposes only and (b) granting related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the *Standing Order of Reference to the Bankruptcy Court Under Title 11* of the United States District Court for the District of New Jersey, entered July 23, 1984, and amended on September 18, 2012 (Simandle, C.J.); and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the Motion was appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor,

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<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

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Debtors: BED BATH & BEYOND INC., *et al.*

Case No. 23-13359 (VFP)

Caption of Order: Order (I) Directing Joint Administration of Chapter 11 Cases and  
(II) Granting Related Relief

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**IT IS HEREBY ORDERED THAT:**

1. The Motion is **GRANTED** as set forth herein.
2. The above-captioned cases hereby are jointly administrated by this Court for procedural purposes only.
3. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these Chapter 11 Cases, and this Order shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases.
4. The Debtors shall maintain, and the Clerk of the United States Bankruptcy Court for the District of New Jersey shall keep, one consolidated docket, one file, and one consolidated service list for these Chapter 11 Cases.
5. All pleadings, papers, and documents filed in the Lead Case shall bear the caption as shown in **Exhibit 1** attached hereto.
6. The caption shown in **Exhibit 1** attached hereto satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.
7. All lists, schedules, and statements shall be filed and docketed in the specific Debtor's case to which they are applicable.
8. Any party in interest may request joint hearings on matters pending in any of these Chapter 11 Cases.
9. If pleadings, papers, or documents have been filed in any of the above-captioned cases other than the Lead Case prior to the entry of this Order, and those matters have not yet been

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Debtors: BED BATH & BEYOND INC., *et al.*

Case No. 23-13359 (VFP)

Caption of Order: Order (I) Directing Joint Administration of Chapter 11 Cases and  
(II) Granting Related Relief

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heard and decided, the party who filed the pleading, paper, or document shall (i) refile the pleading, paper, or document in the Lead Case within three (3) business days of the entry of this Order, (ii) set the pleading, paper, or document for hearing before the judge assigned to the Lead Case, and (iii) notice the hearing to all appropriate parties.

10. The Clerk shall file a copy of this order in the Lead Case and each of the affiliated Debtor cases.

11. The Debtors shall file individual monthly operating reports for each Debtor and such reports shall be docketed in the Lead Case.

12. The requirement set forth in Local Rule 9013-1(a)(3) that any motion be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Motion or otherwise waived.

13. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of the Local Rules are satisfied by such notice.

14. Any party may move for modification of this Order in accordance with Local Rule 9013-5(e).

15. A true copy of this Order shall be served on all required parties pursuant to Local Rule 9013-5(f).

16. This Order shall be effective immediately upon entry.

17. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

**Exhibit 1**

**Case Caption**

**KIRKLAND & ELLIS LLP**  
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Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

In re:

BED BATH & BEYOND INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 23-13359 (VFP)

(Jointly Administered)

<sup>1</sup> The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these Chapter 11 Cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these Chapter 11 Cases is 650 Liberty Avenue, Union, New Jersey 07083.